

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

In re:

**MILACRON, INC.,
A Delaware corporation, et al.
Debtors.**

Chapter 11

Case Nos. 09-11235, 09-11236, 09-11237, 09-11238, 09-11239, 09-11241, 09-11244

Joint Administration Requested (09-11235)

Judge J. Vincent Aug, Jr.

MOTION FOR ADMISSION OF SOLOMON J. NOH *PRO HAC VICE*

Elliot M. Smith (“Movant”), a member in good standing of the bar of the state of Ohio and an attorney admitted to practice before the United States District Court for the Southern District of Ohio, respectfully requests that the Court enter an order admitting Solomon J. Noh *pro hac vice* in the above-captioned cases pursuant to Local Bankruptcy Rule 2090-1. Mr. Noh is qualified to appear before the Court for the following reasons:

1. Squire, Sanders & Dempsey L.L.P. and Shearman & Sterling LLP are co-counsel to the proposed DIP term lenders: Avenue International Master, L.P., Avenue Investments, L.P., Avenue Special Situations Fund IV, L.P., Avenue Special Situations Fund V, L.P., and Avenue-CDP Global Opportunities Fund, L.P.

2. Mr. Noh is an attorney with Shearman & Sterling LLP and is a member in good standing of the bar of the state of New York (since 2001) and of the District of Columbia (since 2001).

3. Mr. Noh is also admitted to practice in the United States District Courts for the Southern and Eastern Districts of New York.

WHEREFORE, Movant respectfully requests that the Court enter an order (1) admitting Mr. Noh *pro hac vice* to represent the proposed DIP term lenders in these cases and (2) granting such other and further relief as may be just and proper.

Dated: March 10, 2009
Cincinnati, Ohio

Respectfully Submitted,

/s/ Elliot M. Smith

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Co-Counsel for Proposed DIP Lenders

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on March 10, 2009, a true and accurate copy of the foregoing Motion for Admission Pro Hac Vice was served automatically through the court's ECF System on all email addresses registered with the court and on the following parties via e-mail:

Kim Martin Lewis Dinsmore and Shohl, LLP 255 E. Fifth Street, Suite 1900 Cincinnati, Ohio 45202 Kim.lewis@dinslaw.com Proposed Counsel for the Debtors And Debtors in Possession	Monica Kindt Office of the United States Trustee 36 E. Seventh Street, Suite 2030 Cincinnati, Ohio 45202 Monica.kindt@usdoj.gov Assistant U.S. Trustee
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/s/ Elliot M. Smith